

## EXHIBIT B

### UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

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In re:	)	Chapter 11
	)	
CELSIUS NETWORK LLC, <i>et al.</i> , <sup>4</sup>	)	Bankruptcy Appeal
	)	
Debtors.	)	[rel. Case No. 23-CV-3920]
_____	)	

### MOTION FOR LEAVE TO APPEAL

Immanuel J. Hermann, and Daniel A. Frishberg, Celsius Network LLC, *et al* creditors (the “Customer-Appellees-Cross-Appellants”), respectfully submit this Motion for Leave to Appeal as proposed conditional appellees/cross-appellants pursuant to Federal Rule of Bankruptcy Procedure Rules 8004 and 28 U.S.C. §158(a)(3).

We were parties to the original Motion, who supported the requested relief of the Celsius unsecured creditors’ committee, and filed two responsive filings in the Bankruptcy Court.<sup>5</sup> We file to preserve our right to cross-appeal, conditional upon leave being granted to the Appellants,

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<sup>4</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

<sup>5</sup> See: <https://cases.stretto.com/public/x191/11749/PLEADINGS/1174904172380000000068.pdf> and <https://cases.stretto.com/public/x191/11749/PLEADINGS/1174904172380000000052.pdf>

Community First Partners, LLC, Celsius SPV Investors, LP, Celsius New SPV Investors, LP, and CDP Investissements Inc. (collectively, the “Series B Preferred Holders”) or the District Court otherwise accepting the appeal.

The order appealed from by the Series B Preferred Holders, the *Order Granting the Motion of the Official Committee of Unsecured Creditors (I) for Authority to File a Class Claim Asserting Non-Contract Claims on Behalf of Account Holders or (II) to Appoint a Third-Party Fiduciary to Assert Non-Contract Claims on Behalf of Account Holders* [S.D.N.Y. Bkr. Case. No 22-10964 (MG) Dkt. No. 2496] (the “Customer Class Claims Order”), is **not** a final order within the meaning of 28 U.S.C. § 158 and, as such, the Series B Preferred Holders **require** leave of the District Court for this Appeal. The Series B Preferred Holders have not requested leave to appeal and such leave should be **DENIED**.

Recognizing the District Court's authority to determine that the order appealed from is a final order—or to grant leave to appeal on a discretionary basis—proposed Customer-Appellees-Cross-Appellants file this Notice of Appeal and Motion for Leave to Appeal out of an abundance of action because—in the event that the Preferred prevail and the Court finds leave to be necessary and proper, or otherwise accepts the appeal—we intend to cross-appeal and protect our rights, including alternative relief that will protect our rights if any of Chief Judge Glenn’s decision is disturbed.

We will leave it to the Series B Preferred Holders to justify their own leave for appeal under Rule 8004. As we said, we believe this order is interlocutory and leave to appeal should be

granted. However, we expressly reserve the right to—and intend to—both defend this order and cross-appeal if this appeal should, in the end, be accepted, because certain alternative relief that the Bankruptcy Court did not grant in its order would modify or enlarge the relief granted by the Bankruptcy Court.

Because we do not support this appeal moving forward in the first place—and *only* seek leave to appeal as alternative relief there is cause, we ask the Court to waive the requirements of Rule 8004(b)(1) for us at this time, pursuant to Federal Rule of Bankruptcy Procedure 8028, and to consider this Motion to be good and sufficient under the circumstances.

Respectfully submitted,

/s/ Immanuel Herrmann  
Immanuel Herrmann  
*Pro Se*  
May 16, 2023

/s/ Daniel A. Frishberg  
Daniel A. Frishberg  
*Pro Se*  
May 16, 2023

## CERTIFICATE OF SERVICE

I hereby certify that on May 16, 2023, a true and correct copy of *Notice Of Appeal (Appellees/ Cross-Appellants)* was filed with the Clerk of the United States Bankruptcy Court in the Southern District of New York and served upon Chambers, and the Core/2002 service list<sup>6</sup>, and all parties to the appeal.

/s/ Immanuel Herrmann

Immanuel Herrmann

*Pro Se*

May 16, 2023

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<sup>6</sup> Core/2002 Service List available at <https://cases.stretto.com/celsius/> on May 15, 2023.